

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL	
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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HUND THOMAS N			2. Issuer Name <b>and</b> Ticker or Trading Symbol BURLINGTON NORTHERN SANTA FE CORP [BNI]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <div style="text-align:center">Executive VP and CFO</div>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/28/2009					
Burlington Northern Santa Fe Corporation, 2650 Lou Menk Drive			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street)								
Fort Worth, TX 76131-2830								
(City)			(State)			(Zip)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.01 par value	07/28/2009		M		53,100	A	\$26.2025	179,896	D	
Common Stock, \$0.01 par value	07/28/2009		F		12,825	D	\$77.67	167,071	D	
Common Stock, \$0.01 par value	07/28/2009		F		17,913	D	\$77.67	149,158	D	
Common Stock, \$0.01 par value	07/28/2009		M		42,827	A	\$27.97	191,985	D	
Common Stock, \$0.01 par value	07/28/2009		F		9,988	D	\$77.67	181,997	D	
Common Stock, \$0.01 par value	07/28/2009		F		15,422	D	\$77.67	166,575	D	
Common Stock, \$0.01 par value								100,000	I	Indirect by GRAT

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities	10. Ownership Form of Derivative	11. Nature of Indirect Beneficial Ownership
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	Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)				Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Beneficially Owned Following Reported Transaction (s) (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)	
				Code	V	(A)	(D)								
Stock Option (Right to Buy) <sup>(1)</sup>	\$26.2025	07/28/2009		M			53,100	<sup>(2)</sup>	01/01/2013	Common Stock, \$0.01 par value	53,100	\$ 0	0	D	
Stock Option (Right to Buy) <sup>(1)</sup>	\$77.67	07/28/2009		J <sup>(3)</sup>			17,913	01/28/2010	01/01/2013	Common Stock, \$0.01 par value	17,913	\$ 0	17,913	D	
Stock Option (Right to Buy) <sup>(1)</sup>	\$27.97	07/28/2009		M			42,827	<sup>(4)</sup>	04/24/2013	Common Stock, \$0.01 par value	42,827	\$ 0	0	D	
Stock Option (Right to Buy) <sup>(1)</sup>	\$77.67	07/28/2009		J <sup>(3)</sup>			15,422	01/28/2010	04/24/2013	Common Stock, \$0.01 par value	15,422	\$ 0	15,422	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUND THOMAS N Burlington Northern Santa Fe Corporation 2650 Lou Menk Drive Fort Worth, TX 76131-2830			Executive VP and CFO	

## Signatures

/s/ Thomas N. Hund, by Judy K. Carter, Attorney-in-Fact

07/30/2009

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Employee Stock Option (Right to Buy) with tandem withholding rights.

(2) The options were part of a grant of options vesting in three equal installments on January 1, 2004, January 1, 2005 and January 1, 2006.

(3) Grant of an option in a transaction exempt under Rule 16b-3, based upon use of shares to pay option exercise price.

(4) The options were part of a grant of options vesting in three equal installments on April 24, 2004, April 24, 2005 and April 24, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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